

11/29/2006 9:43:45 AM

Hodge, Valerie R. - Foley & Lardner LLP

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

IMPERIAL HOLDINGS, LLC

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From:	Valerie R. Hodge
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MESSAGE:

Please see attached. Valerie R. Hodge Paralegal :FOLEY Foley & Lardner LLP Post Office Box 240 Jacksonville, Florida 32201-0240 One Independent Drive, Suite 1300 Jacksonville, FL 32202 Tel: 904.359.2000, Ext. 8905 Fax: 904.359.8700
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name:

The name of the Limited Liability Company is: **IMPERIAL HOLDINGS, LLC.**

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company are:
701 Park of Commerce Boulevard, Suite 301, Boca Raton, FL 33487.

ARTICLE III – Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

F&L Corp.

Name

One Independent Drive, Suite 1300

Florida street address (P.O. Box NOT acceptable)

Jacksonville, Florida 32202

City, State, and Zip

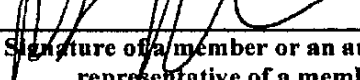
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and completed performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

F&L Corp.

X 

Chauncey W. Lever, Jr., Esq.

(An additional article must be added if an effective date is requested)

X 

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Robert S. Bernstein, Esq., Authorized Signatory

Typed or printed name of signee

FILING FEES:

\$100.00 Filing Fee for Articles of Organization

\$25.00 Designation of Registered Agent

\$30.00 Certified Copy (OPTIONAL)

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